



NRUC
CORPORATION

100 NORTH TWENTIETH STREET
SECOND FLOOR
PHILADELPHIA, PA 19103
215 • 569 • 2220

RECORDATION NO **16297** FILED 1425

APR 17 1989 -3 20 PM

INTERSTATE COMMERCE COMMISSION

9-107A068

Date _____

Fee \$ _____

April 14, 1989

ICC Washington, D. C.

Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, DC. 20423

ATT: Ms. Lee - Room 2303

Dear Ms. Lee:

Enclosed herewith is the original and two copies of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a "Bill of Sale," for sixty-four (64) boxcars, including Exhibit "A" and notary affidavits between:

Buyer: NRUC Corporation
100 North Twentieth Street
Philadelphia, Pennsylvania 19103

and

Seller: Jacobson-Larson Land Company
1500 Delaware
Des Moines, Iowa 50317

A fee of thirteen (\$13.00) is enclosed, please return the original and one copy with recordation certification data stamped thereon, to me at the NRUC Corporation address listed above.

Sincerely,

Robert L. Shiner, Jr.
Robert L. Shiner, Jr.
Vice President

RLS/rfg

Helen Dickens

Robert L. Shiner, Jr.



16297

RECORDATION NO. _____ FILED 1428

APR 17 1989 -3 20 PM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

Know all persons by these presents that, for value received, the receipt and sufficiency of which are hereby acknowledged, Jacobson-Larson Land Company ("Owner"), does hereby grant, bargain, sell, convey, transfer and deliver to NRUC Corporation ("Purchaser"), its successors and assigns forever, all right, title and interest of the Owner in and to all of the Boxcars specifically identified on Exhibit A (the "Cars"), to have and to hold the same unto Purchaser, its successors and assigns forever.

Owner represents and warrants as follows:

- (a) Owner has good, valid and marketable title to the Cars free and clear of all liens, pledges, security interests, charges, encumbrances or other defects of title of any nature whatsoever and there is no contract, covenant or restriction which prevents Owner from conveying or transferring to Purchaser unencumbered title to the Cars or giving possession of the Cars to Purchaser.
- (b) THE CARS ARE PURCHASED BY PURCHASER "AS IS, WHERE IS." OWNER DOES NOT MAKE ANY OTHER WARRANTIES OR REPRESENTATIONS, EXPRESS OR IMPLIED, AS TO THE CONDITION OF THE CARS, MERCHANTABILITY OF THE CARS, FITNESS OF THE CARS FOR A PARTICULAR PURPOSE OF ANY OTHER MATTER CONCERNING THE CARS EXCEPT AS SET FORTH ABOVE.

IN WITNESS WHEREOF, the undersigned has executed this instrument on the 7th day of April, 1989.

Richard D. Jacobson - Partner
Jacobson-Larson Land Company



EXHIBIT A - TO BILL OF SALE
APRIL , 1989

Seller: Jacobson - Larson Land Company
1500 Delaware
Des Moines, Iowa 50317

Buyer: NRUC Corporation
100 North Twentieth Street
Second Floor
Philadelphia, Pennsylvania 19103

Total Cars: Sixty-four (64)
50'6" Seventy-Ton Plate "B" Boxcars having car numbers
as follows:

CNW 719000	CNW 719019	CNW 719038	CNW 719058
CNW 719001	CNW 719020	CNW 719039	CNW 719059
CNW 719002	CNW 719021	CNW 719040	CNW 719060
CNW 719003	CNW 719022	CNW 719041	CNW 719061
CNW 719004	CNW 719023	CNW 719042	CNW 719062
CNW 719005	CNW 719024	CNW 719043	CNW 719063
CNW 719006	CNW 719025	CNW 719044	CNW 719064
CNW 719007	CNW 719026	CNW 719045	
CNW 719008	CNW 719027	CNW 719046	
CNW 719009	CNW 719028	CNW 719047	
CNW 719010	CNW 719029	CNW 719048	
CNW 719011	CNW 719030	CNW 719049	
CNW 719012	CNW 719031	CNW 719050	
CNW 719013	CNW 719032	CNW 719051	
CNW 719014	CNW 719033	CNW 719052	
CNW 719015	CNW 719034	CNW 719053	
CNW 719016	CNW 719035	CNW 719054	
CNW 719017	CNW 719036	CNW 719055	
CNW 719018	CNW 719037	CNW 719057	

CALIFORNIA
STATE OF ~~IOWA~~ KGS
County of SAN DIEGO } ss.

On this, the SEVENTH day of APRIL, 1987, before me
KENNETH G. SHORTT, the undersigned officer, personally
appeared RICHARD O. JACOBSON known to me, or satisfactorily proven to
be the person whose name IS subscribed to the within instrument, and acknowledged that
HG executed the same for the purposes therein contained.

In Witness Whereof, I hereunto set my hand and official seal.

[SEAL]



Kenneth G. Shortt
NOTARY PUBLIC